

**THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W. R. GRACE & CO., et al.¹

Debtors.

) Chapter 11
)
) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
) Objection Deadline: April 22, 2013
)

**SUMMARY APPLICATION OF GRANT THORNTON, LLP, FOR COMPENSATION FOR
SERVICES AND REIMBURSEMENT OF EXPENSES AS TAX AND ACCOUNTING ADVISORS TO
W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM PERIOD FROM OCTOBER 1, 2012,
THROUGH OCTOBER 31, 2012**

Name of Applicant:

Grant Thornton LLP

Authorized to Provide Professional Services to:

W. R. Grace & Co., et al., Debtors and
Debtors-in-Possession

Date of Retention:

Retention Order entered August 14, 2012,
effective as of August 14, 2012Period for which compensation and reimbursement
is sought:October 1, 2012 to October 31, 2012Amount of Compensation sought as actual,
reasonable and necessary:\$ 65,437.50²Amount of Expense Reimbursement sought as
actual, reasonable and necessary:\$ 1,081.86

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace Jvh, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

² Although the October billings amounted to \$194,975.00, Grant Thornton is capping the fees at \$65,437.50, as we will have reached the maximum amount of the fee that was agreed to within the Statement of Work for the existing project.

This is a X monthly ___ interim ___ final application.

The total time expended for the preparation of this application is approximately 2.0 hours, and the corresponding estimated compensation *that will be requested in a future application* is approximately \$750.00.

This is the monthly application of Grant Thornton, LLP ("Grant Thornton") for interim compensation of services for the interim fee period October 1, 2012 through October 31, 2012. The following applications have been filed previously in the Chapter 11 Cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
September 7, 2012	Jul. 1-31, 2012	\$87,581.00	\$9,776.15	Approved	Approved
October 11, 2012	Aug. 1-31, 2012	\$243,006.50	\$16,344.34	Approved	Approved
November 2, 2012	Sep. 1-30, 2012	\$180,217.00	\$15,482.84	Approved	Approved

The following Grant Thornton professionals rendered professional services in these cases during the Fee Period:

Name of Professional Person	Position with the Applicant and Year Admitted		Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Compensation
Timothy N. Price	Senior Manager	2012	Tax	\$560.00	0.5	\$280.00
David A. Vorrath	Partner	2012	Tax	\$600.00	3.6	\$2,160.00
Rob Levin	Managing Director	2012	CSFTS	\$550.00	66	\$36,300.00
Mathew Abraham	Manager	2012	CSFTS	\$400.00	4.4	\$1,760.00
Daniel A. Lynes	Manager	2012	CSFTS	\$400.00	100.7	\$40,280.00
Andrew D. Wetcher	Senior Associate	2012	CSFTS	\$350.00	13.80	\$4,830.00
Joseph Stoddard	Senior Manager	2012	CSFTS	\$600.00	6.2	\$3720.00
Andrew L. Stargel	Associate	2012	Tax	\$245.00	93.5	\$22,907.50
Joseph Brown	Partner	2012	CSFTS	\$600.00	10	\$6,000.00
Sara B. Watson	Manager	2012	CSFTS	\$400.00	78.5	\$31,400.00
Catherine E. Wagner	Senior Associate	2012	CSFTS	\$325.00	139.5	\$45,337.50

Name of Professional Person	Position with the Applicant and Year Admitted		Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Compensation
Totals					516.70	\$194,975.00 ³

³ *Id.*

There are no paraprofessionals of Grant Thornton who rendered professional services in these cases during the Fee Period that have charged fees to the Debtors.

Grand Total for Fees: \$65,437.50⁴

Grand Total for Expenses: \$1,081.86

COMPENSATION BY MATTER SUMMARY

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
18	Section 199 Tax Study	46.20	\$21,840.00
18	R&D Tax Credit Study	470.50	\$173,135.00
Totals for Matters		516.70	\$194,975.00⁵

EXPENSE SUMMARY

Service Description	Amount
Airfare	\$330.90
Lodging	\$150.02
Rental Car / Ground Transportation	\$53.50
Meals	\$547.44
Total:	\$1,081.86

⁴ *Id.*

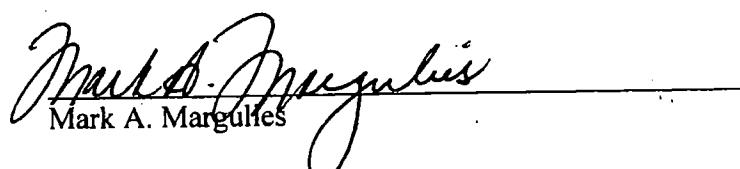
⁵ *Id.*

WHEREFORE, Grant Thornton respectfully requests (a) that an allowance be made to it, as fully described above for: (i) 80% of the amount of \$65,437.50⁶ for reasonable and necessary professional services Grant Thornton has rendered to the Debtors during the Fee Period (\$52,350.00); and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by Grant Thornton during the Fee Period (\$1,081.86); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Dated: April 2, 2013

Respectfully submitted,

Grant Thornton, LLP



Mark A. Margulies

Grant Thornton, LLP
1301 International Parkway, Suite 300
Fort Lauderdale, FL 33323
(954) 768-9900

⁶ *Id.*

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FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS TAX AND
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